

Edgar Filing: SVI SOLUTIONS INC - Form 8-K

SVI SOLUTIONS INC
Form 8-K
July 15, 2003

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): July 15, 2003

SVI Solutions, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-23049

33-0896617

(Commission File Number)

(IRS Employer Identification No.)

5607 Palmer Way, Carlsbad, California

92008

(Address of Principal Executive Offices)

(Zip Code)

(877) 784-7978

(Registrant's telephone number, including area code)

(Former Name or Former Address, if Changed Since Last Report)

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ITEM 5. OTHER EVENTS.

SVI Solutions, Inc. (the "Company") has effectuated a name change to "Island Pacific, Inc." with the filing of an Amended and Restated Certificate of Incorporation with the Delaware Secretary of State on July 11, 2003. Effective July 16, 2003, the Company will be traded on the American Stock Exchange under new ticker symbol "IPI" and has been assigned a new CUSIP number 464478106.

The name change was approved by the shareholders at a special meeting held on July 9, 2003. In the addition to the name change, the shareholders also approved a resolution to remove from the Company's Amended and Restated Certificate of Incorporation a provision that restricted shareholders from taking actions by written consent.

This summary is qualified entirely by the Amended and Restated Certificate of Incorporation attached as an exhibit to this report.

EXHIBIT INDEX

Exhibit No. -----	Description -----
3.1	Amended and Restated Certificate of Incorporation of SVI Solutions, Inc. as filed with the Delaware Secretary of State on July 11, 2003

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereto duly authorized.

SVI Solutions, Inc.

Date: July 15, 2003

By: /s/ Harvey Braun

Name: Harvey Braun
Title: Chief Executive Officer

Date of Report (Date of earliest event reported) **October 30, 2002**

Digital Angel Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-15177
(Commission File Number)

52-1233960
(IRS Employer
Identification No.)

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490 Villaume Avenue, South St. Paul, MN
(Address of principal executive offices)

55075
(Zip Code)

Registrant's telephone number, including area code:(651) 455-1621

Not applicable.

(Former name or former address, if changed since last report.)

Item 5. Other Events and Regulation FD Disclosure.

The information set forth in Exhibit 99.1 hereto is hereby incorporated herein by reference.

Item 7. Financial Statements and Exhibits.

- (a) No financial statements are required to be filed as part of this Current Report on Form 8-K.
- (b) No pro forma financial information is required to be filed as part of this Current Report on Form 8-K.
- (c) The following exhibits are filed as part of this Current Report on Form 8-K:

10.1 Credit and Security Agreement dated as of October 30, 2002 by and between Digital Angel Corporation (DAC) and Wells Fargo Business Credit, Inc. (Credit).

10.2 Revolving Note dated as of October 30, 2002 by DAC to Credit.

10.3 Patent and Trademark Security Agreement dated as of October 30, 2002 by and between DAC and Credit.

10.4 Lockbox and Collection Account Agreement dated as of October 30, 2002 by and amount DAC, Credit, Regulus West LLC and Wells Fargo Bank Minnesota, National Association.

99.1 Copy of press release of DAC dated October 31, 2002.

Forward-Looking Statements

This Form 8-K contains certain forward-looking statements which represent the Registrant's expectations or belief, including, but not limited to, statements concerning industry performance and the Registrant's operations, performance, financial condition, plans, growth and

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strategies. Any statements contained in this Form 8-K that are not statements of historical fact may be deemed to be forward-looking statements. Without limiting the generality of the foregoing, words such as may, will, expect, anticipate, intend, could, estimate or could be the negative or other variations thereof or comparable terminology are intended to identify forward-looking statements. These statements by their nature involve substantial risks and uncertainties, certain of which are beyond the Registrant's control, and actual results may differ materially depending on a variety of important factors many of which are beyond the control of the Registrant.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: October 31, 2002

Digital Angel Corporation

By /s/ James P. Santelli
James P. Santelli
Vice President, Finance and Chief Financial Officer

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